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UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

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In re : Chapter 11  
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DELPHI CORPORATION, et al., : Case No. 05-44481 (RDD)  
:  
Debtors. : (Jointly Administered)  
:  
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JOINT STIPULATION AND AGREED ORDER COMPROMISING  
AND ALLOWING PROOF OF CLAIM NUMBER 14254  
(SONIC TECH INCORPORATED)

Delphi Corporation ("Delphi") and certain of its subsidiaries and affiliates, debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors"), and Sonic Tech Incorporated ("Sonic Tech") respectfully submit this Joint Stipulation And Agreed Order Compromising And Allowing Proof Of Claim Number 14254 (Sonic Tech Incorporated) (the "Stipulation") and agree and state as follows:

WHEREAS on October 8, 2005 (the "Petition Date"), the Debtors filed voluntary petitions under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101-1330, as amended, in the United States Bankruptcy Court for the Southern District of New York.

WHEREAS Sonic Tech filed proof of claim number 14254 against Delphi Medical Systems Colorado Corp. ("Delphi Medical") on July 31, 2006, which asserts an unsecured non-priority claim in the amount of \$3,789.04 (the "Claim") stemming from services rendered by Sonic Tech to Delphi Medical.

WHEREAS the Debtors objected to the Claim pursuant to the Seventh Omnibus Objection (Substantive) Pursuant To 11 U.S.C. Section 502(b) And Fed. R. Bankr. P. 3007 To Certain (A) Insufficiently Documented Claims, (B) Claims Not Reflected On Debtors' Books And Records, And (C) Untimely Claims (Docket No. 6585) (the "Seventh Omnibus Claims Objection"), which was filed on January 12, 2007.

WHEREAS, on February 8, 2007, Sonic Tech filed its Response to Debtors' Seventh Omnibus Claims Objection (Docket No. 6907) (the "Response").

WHEREAS on March 28, 2007, to resolve the Seventh Omnibus Claims Objection with respect to the Claim, Delphi Medical and Sonic Tech entered into a settlement agreement (the "Settlement Agreement").

WHEREAS pursuant to the Settlement Agreement, Delphi Medical acknowledges and agrees that the Claim shall be allowed against Delphi Medical in the amount of \$3,789.04.

WHEREAS Sonic Tech also acknowledges that it has been advised to consult an attorney before signing this Agreement, but understands that whether or not it does so is exclusively its decision.

WHEREAS Delphi Medical is authorized to enter into the Settlement Agreement either because the Claims involve ordinary course controversies or pursuant to that certain Order Under 11 U.S.C. §§ 363, 502, And 503 And Fed. R. Bankr. P. 9019(b) Authorizing Debtors To Compromise Or Settle Certain Classes Of Controversy And Allow Claims Without Further Court Approval (Docket No. 4414) entered by this Court on June 29, 2006.

THEREFORE, the Debtors and Sonic Tech stipulate and agree as follows:

1. The Claim shall be allowed in the amount of \$3,789.04 and shall be treated as an allowed general unsecured non-priority claim against Delphi Medical.
2. Sonic Tech shall withdraw its Response to the Seventh Omnibus Claims Objection

So Ordered in New York, New York, this 13th day of April, 2007

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/s/Robert D. Drain  
UNITED STATES BANKRUPTCY JUDGE

AGREED TO AND  
APPROVED FOR ENTRY:

/s/ John K. Lyons

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/s/ Mark E. Schafer

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